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November 16, 2017

VIA ECFS

Marlene H. Dortch, Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Attn: Wireline Competition Bureau

**Re: Notice of Transfer of Study Area Code from Villisca Farmers Telephone Company (Study Area Code 351324) to The Farmers Mutual Telephone Company of Stanton, Iowa
CC Docket No. 96-45**

Dear Ms. Dortch:

On behalf of The Farmers Mutual Telephone Company of Stanton, Iowa ("FMTC"), and Villisca Farmers Telephone Company ("Villisca"), transmitted herewith is a notification letter informing the Commission that effective January 1, 2018, the companies will consummate a *pro forma* intracorporate transaction whereby Villisca will be merged into FMTC, with FMTC as the surviving corporation. As further detailed in the attached letter, the merger will result in FMTC serving end user customers located in the Villisca local exchanges directly, rather than through its Villisca subsidiary. FMTC will continue to operate the FMTC and Villisca territories as separate study areas.

Should you have any questions with respect to this matter, please feel free to contact the undersigned.

Respectfully submitted,

/s/ Tony S. Lee

James U. Troup
Tony S. Lee

Counsel for The Farmers Mutual Telephone
Company and Villisca Farmers Telephone
Company

Enclosure



Farmers Mutual Telephone Company
410 Broad Avenue
Stanton, Iowa 51573-0220
712.829.2111

November 16, 2017

VIA ECFS

Ryan Palmer, Chief
Telecommunications Access Policy Division
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

**Re: Notice Transfer of Study Area Code from Villisca Farmers Telephone Company (Study Area Code 351324) to The Farmers Mutual Telephone Company of Stanton, Iowa
CC Docket No. 96-45**

Dear Mr. Palmer:

By this letter, The Farmers Mutual Telephone Company of Stanton, Iowa ("FMTC") and Villisca Farmers Telephone Company ("Villisca") notifies the Federal Communications Commission ("FCC") that effective January 1, 2018, the companies will consummate a *pro forma* intracorporate transaction whereby Villisca will be merged into FMTC, with FMTC as the surviving corporation. The merger will result in FMTC serving end user customers located in the Villisca local exchanges directly, rather than through the Villisca subsidiary. All of Villisca's assets, including its customers, facilities, and study area, will be transferred to FMTC. As required by the FCC's rules, the parties will file the necessary anti-slamming notice with the FCC pursuant to Section 64.1120 of the Commission's rules. The parties will also notify the FCC's International Bureau of the consummation of the *pro forma* transaction to assign Villisca's international Section 214 authorization to FMTC within 30 days of the completion of the transaction as required by Section 63.24 of the Commission's rules.

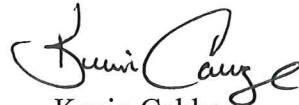
By way of background, FMTC is an Iowa corporation located in Stanton, Iowa. FMTC is a rural independent local exchange carrier that provides local exchange telephone service and exchange access to three exchanges (Stanton, Bethesda and New Market) in Montgomery, Page and Taylor Counties in southwestern Iowa. Villisca is an Iowa corporation located in Villisca, Iowa. Villisca is also a rural independent local exchange carrier that provides local exchange telephone service and exchange access services to two exchanges (Villisca and Nodaway) in Montgomery, Adams, Page and Taylor Counties in southwestern Iowa. Villisca's exchanges are adjacent to FMTC's exchanges.

On September 20, 2010, FMTC and Villisca filed domestic and international section 214 applications with the Commission for the transfer of control of Villisca to FMTC.¹ The Commission granted the domestic section 214 application by public notice issued on November 9, 2010,² and the international section 214 application was deemed granted on October 29, 2010.³ In that transaction, FMTC purchased 100 percent of the issued and outstanding shares of common stock of Villisca, and Villisca became a wholly-owned subsidiary of FMTC. The companies have continued to operate their exchanges separately, albeit under the same management and key personnel. FMTC and Villisca have now decided to engage in a *pro forma* corporate merger to formally combine their operations under one corporate umbrella, with an effective date of January 1, 2018.

It is important to note that the FCC has previously ruled that no study area waiver is required when commonly-owned affiliated companies are consolidating existing study areas in the same state.⁴ In this case, however, FMTC is *not* seeking to consolidate Villisca and FMTC's study areas into a single study area. Rather, FMTC will continue to operate the FMTC and Villisca territories as separate study areas, and FMTC will operate two separate study areas under a single entity. This notice is being provided to ensure that the FCC (1) is aware of the transfer of Villisca's Study Area Code 351324 to FMTC; (2) is aware that FMTC will be operating two separate study areas under Study Area Codes 351324 and 351174; and (3) does not inadvertently consolidate Study Area Codes 351324 and 351174 into a single study area after the transaction is consummated.

Should there be any questions with respect to this matter, please feel free to contact the undersigned, or the parties' FCC counsel, James U. Troup or Tony S. Lee at (703) 812-0400.

Respectfully submitted,



Kevin Cabbage

GM/CEO

The Farmers Mutual Telephone Company
and Villisca Farmers Telephone Company

¹ See *Domestic Section 214 Application Filed for the Transfer of Control of Villisca Farmers Tel. Co. to the Farmers Mut. Tel. Co. of Stanton, Iowa*, Public Notice, 25 FCC Rcd. 14294 (2010); *Streamlined Int'l Applications Accepted for Filing*, Public Notice, Report No. TEL-01460S, 2010 WL 4059840, at *2 (rel. Oct. 15, 2010) (FCC File No. ITC-T/C-20100924-00384) ("*Streamlined International 214 Public Notice*").

² *Notice of Non-Streamlined Domestic Section 214 Application Granted*, Public Notice, 25 FCC Rcd. 15907 (2010).

³ *Streamlined International 214 Public Notice* at 1.

⁴ See *Request for Clarification Filed by the National Exchange Carrier Association, Inc., and Petitions for Waivers Filed by Alaska Telephone Company, Ducor Telephone Company, and Kingsgate Telephone, Inc., Concerning the Definition of "Study Area" in the Part 36 Appendix-Glossary of the Commission's Rules*, Memorandum Opinion and Order, 11 FCC Rcd. 8156, 8160 (1996).

cc: Alexander Minard, FCC
Suzanne Yelen, FCC
Abdel-Hamid Equab, FCC
Victor Gaither, High Cost Program, USAC
Carol Brennan, NECA
Joni Nicoll, Iowa Utilities Board
